

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

FOREST LABORATORIES, INC.,)	
FOREST LABORATORIES HOLDINGS,)	
LTD., MERZ PHARMA GMBH & CO.)	
KGAA, and MERZ PHARMACEUTICALS)	
GMBH,)	
)	
Plaintiffs,)	
)	C.A. No. 08-021 (GMS)
v.)	
)	
COBALT LABORATORIES INC., LUPIN)	
PHARMACEUTICALS, INC., LUPIN LTD.,)	
ORCHID PHARMACEUTICALS INC.,)	
ORCHID CHEMICALS &)	
PHARMACEUTICALS LTD. (d/b/a ORCHID))	
HEALTHCARE), TEVA)	
PHARMACEUTICALS USA, INC.,)	
UPSHER-SMITH LABORATORIES, INC.,)	
WOCKHARDT USA INC., and)	
WOCKHARDT LIMITED,)	
)	
Defendants.)	

**PLAINTIFFS' REPLY TO DEFENDANTS LUPIN PHARMACEUTICALS,
INC.'S AND LUPIN LTD.'S COUNTERCLAIMS**

Plaintiffs Forest Laboratories, Inc. and Forest Laboratories Holdings, Ltd. (collectively “Forest”) and Merz Pharma GmbH & Co. KGaA and Merz Pharmaceuticals GmbH (collectively “Merz”), for their Reply to the numbered paragraphs of the Counterclaims of Defendants Lupin Pharmaceuticals, Inc. and Lupin Ltd. (collectively “Lupin”) (D.I. 35), hereby allege as follows:

THE PARTIES

- 78. Admitted, upon information and belief.
- 79. Admitted, upon information and belief.

80. Admitted.

81. Admitted.

82. Admitted.

83. Admitted.

84. Admitted that Merz is the owner of United States Patent No. 5,061,703 (“the ‘703 patent”), entitled “Adamantane Derivatives in the Prevention and Treatment of Cerebral Ischemia.” Denied that the ‘703 patent or its Reexamination Certificate is attached as an exhibit to Lupin’s Counterclaims.

85. Admitted.

JURISDICTION AND VENUE

86. Admitted that this Court has subject matter jurisdiction over Lupin’s counterclaims and that Lupin’s counterclaims arise under the United States Patent Act, 35 U.S.C. § 1 *et seq.* Denied that Lupin’s counterclaims are “substantial” or that there is any factual or legal basis for them.

87. Denied that this case presents an actual controversy within the meaning of 28 U.S.C. §§ 2201 and 2202.

88. Admitted.

THE CONTROVERSY

89. Admitted, upon information and belief.

90. Admitted insofar as “the present action” refers to claims brought by Forest and Merz (collectively “Plaintiffs”) against Lupin and other defendants. Denied insofar as “the present action” refers to Lupin’s counterclaims against Plaintiffs.

COUNTERCLAIM COUNT I

91. Plaintiffs restate and incorporate by reference their responses to the allegations contained in Counterclaim Paragraphs 78-90 as though set forth specifically herein.

92. Denied.

93. Denied.

COUNTERCLAIM COUNT II

94. Plaintiffs restate and incorporate by reference their responses to the allegations contained in Counterclaim Paragraphs 78-93 as though set forth specifically herein.

95. Denied.

COUNTERCLAIM COUNT III

96. Plaintiffs restate and incorporate by reference their responses to the allegations contained in Counterclaim Paragraphs 78-95 as though set forth specifically herein.

97. Admitted.

98. Admitted.

99. Denied.

100. Denied.

PRAYER FOR RELIEF

Wherefore, Plaintiffs deny that Lupin is entitled to any relief, either as prayed for in its Counterclaims or otherwise.

Plaintiffs further deny each allegation contained in Lupin's Counterclaims that was not specifically admitted, denied, or otherwise responded to in this Reply to Defendants Lupin Pharmaceuticals, Inc.'s and Lupin Ltd.'s Counterclaims.

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

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February 26, 2008

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CERTIFICATE OF SERVICE

I hereby certify that on February 26, 2008 I electronically filed the foregoing with the Clerk of the Court using CM/ECF, which will send notification of such filing to:

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I further certify that I caused to be served copies of the foregoing document on February 26, 2008 upon the following in the manner indicated:

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